

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

CHICKEN SOUP FOR THE SOUL
ENTERTAINMENT, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-11442

(Jointly Administered)

**STATEMENT OF COMPENSATION OF REED SMITH LLP
PURSUANT TO 11 U.S.C. § 329 AND FED. R. BANKR. P. 2016**

Reed Smith LLP (“Reed Smith”) hereby files this statement in accordance with 11 U.S.C. § 329, Federal Rule of Bankruptcy Procedure 2016, and Local Bankruptcy Rule 2016-1 and respectfully states as follows:

1. This statement is made pursuant to § 329(a), which requires “[a]ny attorney representing a debtor in a case under this title, or in connection with such a case, whether or not such attorney applies for compensation under this title, [to] file with the court a statement of the compensation,” and Bankruptcy Rule 2016(b), which requires such a statement of compensation from “[e]very attorney for a debtor, whether or not the attorney applies for compensation.”

2. Reed Smith was retained by Chicken Soup for the Soul Entertainment, Inc., in October 2023 pursuant to an engagement letter executed as of October 23, 2023, and the engagement was subsequently extended to include all of the other Debtors.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number (where applicable), are: 757 Film Acquisition LLC (4300); Chicken Soup for the Soul Entertainment Inc. (0811); Chicken Soup for the Soul Studios, LLC (9993); Chicken Soup for the Soul Television Group, LLC; Crackle Plus, LLC (9379); CSS AVOD Inc. (4038); CSSESIG, LLC (7150); Digital Media Enterprises LLC; Halcyon Studios, LLC (3312); Halcyon Television, LLC (9873); Landmark Studio Group LLC (3671); Locomotive Global, Inc. (2094); Pivotshare, Inc. (2165); RB Second Merger Sub LLC (0754); Redbox Automated Retail, LLC (0436); Redbox Entertainment, LLC (7085); Redbox Holdings, LLC (7338); Redbox Incentives LLC (1123); Redwood Intermediate, LLC (2733); Screen Media Films, LLC; Screen Media Ventures, LLC (2466); and TOFG LLC (0508). The Debtors’ corporate headquarters and service address is 132 East Putnam Avenue, Floor 2W, Cos Cob, CT 06807.

3. In the year prior to the commencement of these cases, based on the firm's books and records, Reed Smith received the following payments for services rendered or to be rendered and expenses incurred in contemplation of or in connection with the preparation of initial documents and its prepetition representation of the Debtors.

Payment Date	Payment Amount	Payment Source
11/6/2023	\$50,000.00	Chicken Soup for the Soul Entertainment, Inc.
12/12/2023	\$200,000.00	Chicken Soup for the Soul Entertainment, Inc.
12/29/2023	\$500,000.00	Chicken Soup for the Soul Entertainment, Inc.
3/29/2024	\$300,000.00	Chicken Soup for the Soul Entertainment, Inc.
4/17/2024	\$379,166.10	Chicken Soup for the Soul Entertainment, Inc.
5/20/2024	\$555,861.10	Chicken Soup for the Soul Entertainment, Inc.
6/28/2024	\$1,750,000.00	The DSN Trust
	\$3,735,027.20	

4. At the time of the commencement of these cases, and after giving effect to the foregoing payments, Reed Smith carried a remaining balance due of \$948,576.06, which it previously anticipated would be waived as against the above-captioned Debtors in connection with its proposed retention as bankruptcy counsel in these cases. A nondebtor parent of the Debtors, Chicken Soup for the Soul, LLC, made and delivered a promissory note, dated as of June 28, 2024, in the amount of \$750,000.00 in favor of Reed Smith on account of the outstanding fees and expenses described above.

5. In addition, Reed Smith incurred additional fees for services rendered and actual expenses incurred from and after the commencement of these cases; however, in view of the conversion of these cases to chapter 7, Reed Smith does not anticipate requesting allowance or payment of such unpaid postpetition sums.

6. Reed Smith did not receive any retainer or advance payment for services to be rendered or expenses to be incurred during the chapter 11 cases.

7. Reed Smith has not been paid any other sums in connection with its representation of the Debtors except for those set forth above.

8. Reed Smith has neither shared nor agreed to share (a) any compensation it has received or may receive with another party or person, other than with the partners, counsel and associates of Reed Smith, or (b) any compensation another person or party has received or may receive.

Dated: July 12, 2024

REED SMITH LLP

By: /s/ James C. McCarroll

James C. McCarroll, Partner